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Reply To: Sarasota

**L98000002817**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-10/08/99-01081--003  
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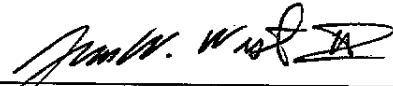
Re: Binghamton Associates, L.L.C.

To Whom It May Concern:

Enclosed herewith please find a Statement of Change of Registered Office or Registered Agent or Both for the above-referenced limited liability company and a check for \$35.00, representing the filing fee. Upon your receipt, please file same.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER,  
PITCHFORD & GORDON, CHARTERED

  
John W. West III  
For The Firm

JWW:jmm

Enclosures

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FILED  
99 OCT -8 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10-14-99

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR  
BOTH FOR LIMITED LIABILITY COMPANY**

*Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the limited liability company is: Binghamton Associates, L.L.C.
2. The mailing address of the limited liability company is: 1424 State Street  
Sarasota, FL 34236
3. Date of filing/registration in Florida November 23, 1998
4. Document number L98000002817
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Richard L. Mooers  
Name

1133 Fourth Street, Suite 310  
Address

Sarasota, FL 34236  
City, State and Zip

6. The name and address of the new registered agent and/or office:

Richard L. Mooers  
Name

11424 State Street  
Florida street address (P.O. Box NOT acceptable)

Sarasota, FL 34236  
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of a majority of the members of the limited liability company or as otherwise provided in the articles of organization or the regulations of the limited liability company.

Richard L. Mooers  
(Signature of a member or authorized representative of a member)

Richard L. MOOERS, Dir. Landmark Hospitality, a Managing Member  
(Printed or typed name of signee)

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

Richard L. Mooers  
(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

**FILING FEE: \$35.00**

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TALLAHASSEE, FLORIDA